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Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<i>In re</i>	:	<b>Chapter 11 Case No.</b>
	:	
<b>LENOX SALES, INC., et al.</b>	:	<b>08-14679 (ALG)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
	:	
-----X		

**CERTIFICATE OF NO OBJECTION TO AMENDED  
THIRD SUPPLEMENTAL NOTICE OF PROPOSED ASSUMPTION AND  
ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Lenox Sales, Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “Debtors”),<sup>1</sup> respectfully represent:

1. On December 1, 2008, the Debtors filed a motion to, among other things, sell all or substantially all of their assets (the “Sale”).

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Lenox Sales, Inc. (3270), Lenox Group Inc. (4956), Lenox, Incorporated (8476), D 56, Inc. (0891), FL 56 Intermediate Corp. (4955), Lenox Retail, Inc. (3269), and Lenox Worldwide, LLC (7980).

2. On December 16, 2008, in connection with the Sale, this Court entered an order (the “Procedures Order”) (Docket No. 127) approving, among other things, procedures for the assumption of executory contracts and unexpired leases.

3. On March 27, 2009, in accordance with the Procedures Order, the Debtors filed an *Amended Third Supplemental Notice of Proposed Assumption and Assignment of Executory Contracts and Unexpired Leases* (Docket No. 429) (the “Third Amended Notice of Assumption”).

4. On the Third Amended Notice of Assumption, the Debtors listed certain executory contracts and unexpired leases that the Debtors contemplated assuming and assigning as part of the Sale.<sup>2</sup> Century Indemnity Company filed an objection to the Third Amended Notice of Assumption. All objections, other than the objection filed by Century Indemnity Company, on account of the executory contracts listed on Exhibit A hereto (the “Contracts”) have been resolved. The executory contract at issue in Century Indemnity Company’s objection has been removed from the Contracts in Exhibit A, and will not be affected by the proposed order.

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<sup>2</sup> In the Third Notice of Assumption, the Debtors listed numerous executory contracts and unexpired leases that were capable of being assumed and assigned as part of the Sale. The Debtors, however, also reserved their rights to remove executory contracts and unexpired leases listed in the Third Notices of Assumption from the list of executory contracts and unexpired leases that were ultimately assumed and assigned pursuant to the Sale. Consequently, only a subset of those executory contracts and unexpired leases listed in the Notices of Assumption were assumed and assigned under the Sale Order.

5. Pursuant to the terms of the Procedures Order, the undersigned counsel for the Debtors hereby certifies that no objections, other than the objection of Century Indemnity Company, with respect to the assumption and assignment of the Contracts remain outstanding. Consequently, the Debtors hereby request that the Court enter the attached form of order approving the assumption and assignment of the Contracts.

Dated: June 19, 2009  
New York, New York

Respectfully submitted,

/s/ Alfredo R. Pérez  
Harvey R. Miller, Esq.  
Alfredo R. Pérez, Esq.  
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Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

Attorneys for Debtors  
and Debtors in Possession

**Exhibit A**

**(Executory Contracts to be Assumed for which No Objections have been Filed)**

<b>Counter-party</b>	<b>Date</b>	<b>Description</b>	<b>Cure Amount</b>
Anna Griffin 2270 Marietta Blvd. Atlanta, GA 30318	09/01/07	Design and TM License	\$2,244.27
Blue Cross Blue Shield of Minnesota 3535 Blue Cross Road Eagan, Minnesota 55122	1/1/2009	Stop Loss Agreement	\$0
Canon Financial Services P.O. Box 4004 Carol Stream, IL 60197-4004 #001-0053435-011	12/10/2006	Lease - canon copiers/printers	\$1,578.04
China International Intellectech (Shanghai) Corporation		Employment Services Contract re: Chinese employees	\$0
Cimquest 1545 Route 206, 2nd Floor Bedminster, NJ 07921 Attn: Cheryl Short	9/2/08	Maintenance for 3D printer	\$0
Deloitte & Touche LLP 1700 Market Street Philadelphia, PA 19103-3984 Attention: R. Kurt Williams	04/04/2008	Services for 2008 financial audit	\$0
Fennelly Associates, Inc. Ibis Plaza 3525 Quakerbridge Plaza Hamilton, NJ 08619	12/15/08	Real Estate Consulting	\$0.00
Ferrara Café Adeline Sessa 195 Grand Street New York, NY 10013	05/04/05	TM	\$0
Jean Beury 5008 Palmer Court Clayton, NC 27520		Copyright license for D56	\$459.32
Matthew T. Hennek 4234-1/2 Cedar Avenue South Minneapolis, MN 55407	10/15/05	Work for hire	\$0
Nationwide Indemnity Company 1431 Opus Place, Suite 100 Downers Grove, IL 60515-1169 Attention: Anita Smith	5/5/1994	Indemnification Agreement	\$0
Nationwide Indemnity Company 1431 Opus Place, Suite 100 Downers Grove, IL 60515-1169 Attention: Anita Smith	11/18/1994	Indemnification Agreement	\$0

Counter-party	Date	Description	Cure Amount
Nationwide Indemnity Company 1431 Opus Place, Suite 100 Downers Grove, IL 60515-1169 Attention: Anita Smith	11/20/1992	Indemnification Agreement	\$0
Network Solutions 13861 Sunrise Valley Rd Suite 300 Herndon, VA 20171	00/00/00	D56 DNS registration service agreement	\$0
Network Solutions 13861 Sunrise Valley Dr. Suite 300 Herndon, VA 20171	n/a	Services	\$0
News America 1185 Avenue of the Americas New York, NY 10036 Judy Dresner	2/23/2007	Advertising	\$0
Peggy Riel 315 Fieldstone Dr New Hope, PA 18938		Work-for-hire	\$0
Pitney Bowes Inc. 2225 American Drive Neenah, WI 54956	Unknown	Lease – Cranbury, NJ Equipment Account # 6919427 Schedule 001	\$0.00
Pitney Bowes Inc. 2225 American Drive Neenah, WI 54956	Unknown	Lease – Hagerstown, MD Equipment Account # 4309705 Schedule 002	\$514.86
Pitney Bowes Inc. 2225 American Drive Neenah, WI54956	Unknown	Lease – Bristol, PA Equipment Account # 0215848 Schedule 005	\$0.00
Pitney Bowes Inc. 2225 American Drive Neenah, WI54956	Unknown	Lease – NJ Equipment Account # 1945402 Schedule 003	\$0.00
Pitney Bowes Inc. 2225 American Drive Neenah, WI54956	Unknown	Lease – Langhorne, PA Equipment Account # 1913-0329-86-5 Postal Security Device	\$0.00
Tech Conveyor, Inc. 195 Strykers Road Phillipsburg, NJ 08865		Support and maintenance Agreement – Hardware and Software Contract#A-103-1490-R2	\$0

<b>Counter-party</b>	<b>Date</b>	<b>Description</b>	<b>Cure Amount</b>
Tech Conveyor, Inc. 195 Strykers Road Phillipsburg, NJ 08865		Software license agreement	\$0
The Lamar Companies 437 Fifth Avenue New York, NY 10016	1/1/09	Billboard advertising services (Cranbury) NJ Tpke. 8A	\$0.00
Tom Browning 2586 NW Champion Circle Bend, OR 97701	1/1/09	Copyright License	\$3,781.71
Valasis Sales and Marketing Services 19975 Victor Parkway Livonia, MI 48152 Jeannie Coppola	2/20/07	Production	\$0
Value Source International Co., Ltd. Ste 2705 Nan Zheng Mansion No 580 Nan Jing Rd West Shanghai 200041 PRC CHINA		Sources glass in China	\$1,999
Vovici Corporation  Voice Corporation 45365 Vintage Park Plaza Suite 250 Dulles, VA 20166	11/5/08	Hosting Service for consumer website survey information	\$0

**(Proposed Order)**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re	:	Chapter 11 Case No.
	:	
LENOX SALES, INC., <i>et al.</i>	:	08-14679 (ALG)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**ORDER APPROVING ASSUMPTION AND  
ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS**

Upon the motion, dated December 27, 2008 (the “Motion”), of Lenox Sales, Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “Debtors”),<sup>1</sup> pursuant to Sections 105(a), 363, and 365 of the Bankruptcy Code and Rules 6004 and 6006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for, among other things, approval of procedures in connection with the sale of all or substantially all of the Debtors’ assets (the “Sale”), all as more fully set forth in the Motion; and the Court having entered an order, dated December 16, 2008, approving, among other things, a procedure for the assumption of executory contracts and unexpired leases (the “Procedures Order”) (Docket No. 127); and upon the Certificate of No Objection to the Assumption and Assignment of Certain Unexpired Leases and Executory Contracts filed by counsel for the Debtors; and after due deliberation and sufficient cause appearing therefore, it is hereby

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are Lenox Sales, Inc. (3270), Lenox Group Inc. (4956), Lenox, Incorporated (8476), D 56, Inc. (0891), FL 56 Intermediate Corp. (4955), Lenox Retail, Inc. (3269), and Lenox Worldwide, LLC (7980).



ORDERED that, in accordance with the terms and provisions of the Procedures Order, the Debtors' assumption of the executory contracts listed on Exhibit A hereto (the "Contracts") is approved; and it is further

ORDERED that the executory contracts that are the subject of Century Indemnity Company's objection are not assumed or assigned at this time; and it is further

ORDERED that, except as otherwise agreed to in a signed writing between the Debtors and a Contract counterparty, the cure amounts set forth on Exhibit A are the true, correct, final and fixed amounts, and only amounts, that are required to be paid upon assumption of the Contracts pursuant to section 365(b)(1)(A) and (B) of the Bankruptcy Code and the Debtors are directed to pay such cure amounts upon assumption of the Contracts.

Dated: June \_\_, 2009  
New York, New York

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UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**  
**(Executory Contracts)**

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